

Crotty, T

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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| DOC #: |
| DATE FILED: <u>OCT 30 2007</u> |

THOMAS J. LIEVEN, Derivatively on Behalf : Civil Action No. 07-CV-3849
of TRANSACTION SYSTEMS :
ARCHITECTS, INC., : Judge Crotty *PR*
Plaintiff, : AND
vs. : STIPULATION AND [PROPOSED] ORDER
HARLAN F. SEYMOUR, et al., : OF VOLUNTARY DISMISSAL OF ACTION
Defendants, :
- and - :
TRANSACTION SYSTEMS ARCHITECTS, :
INC., a Delaware corporation, :
Nominal Defendant. :
X

WHEREAS, the parties have discussed a final resolution of this matter;

THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and through the parties' respective counsel, that this above-captioned action shall be terminated and dismissed under the following terms and conditions;

1. The parties agree to dismiss plaintiff's claims against each of the defendants in the above-captioned matter pursuant to Fed. R. Civ. P. 41(a)(1)(ii). This dismissal shall be with prejudice as to the individual plaintiff, Thomas J. Lieven, and without prejudice as to the rights of nominal defendant Transaction Systems Architects, Inc.;
2. No party shall seek reimbursement from any other party of any fees, costs, expenses or damages in connection with the filing, prosecution, defense, or dismissal of this action or the events that are the subject of this action;
3. Defendants will not contend that plaintiff's action was not filed or prosecuted in good faith;
4. The parties and their counsel intend to effect, by and through this Stipulation and Order, a full, mutual and complete release of any and all claims that they may have against one another arising from the filing, prosecution, defense or dismissal of this action;
5. The parties represent that the defendants have not made or promised any payment, direct or indirect, to the plaintiff or plaintiff's counsel in consideration of the dismissal of this action;
6. A class has not been certified in this action and there has been no determination respecting plaintiff's standing to pursue claims derivatively on behalf of Transaction Systems Architects, Inc.;
7. Defendants have not filed or served an answer to the complaint or a motion for summary judgment; and

8. This Stipulation reflects the terms of dismissal of this action. The Court shall retain jurisdiction for the purposes of enforcing the terms of this Stipulation.

IT IS SO STIPULATED.

DATED: October 20 2007

COUGHLIN STOIA GELLER
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SAMUEL H. RUDMAN (SR-7957)



(w/ permission)

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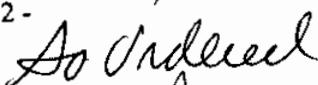
Attorneys for Plaintiff

DATED: October 30, 2007

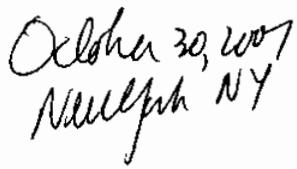
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MEIR FEDER (MF-2574)
ARTHUR J. MARGULIES (AM-2180)


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As Indeeed


Paul R. Hutton
CJS/DJ


October 30, 2007
Melville, NY